IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO. 162 OF 2006

IN CONNECTION WITH

COMPANY APPLICATION NO. 92 OF 2006

WITH

COMPANY PETITION NO. 163 OF 2006

IN CONNECTION WITH

COMPANY APPLICATION NO. 93 OF 2006

WITH

COMPANY PETITION NO. 164 OF 2006

IN CONNECTION WITH

COMPANY APPLICATION NO. 94 OF 2006

Variety Holding Private Limited

Transferor Company No. 1

Variety Forge Private Limited

Transferor Company no. 2

With

Variety (Agents) Pvt. Limited

Transferee Company

Variety Holdings Private Limited ..... Petitioners

Mr. Ajay Kumar J. Panicker for Petitioner

Ms. K.V. Gautam, Dy. O.L.

Mr. C.J. Joy with R.C. Master and N.D. Sharma, Panel

Counsels i/by S.S. Sarker R.C.

CORAM : R.S. MOHITE, J.

DATE : 18TH AUGUST 2006

P.C.

1) Heard Advocates for Petitioners. These are the petitions filed by the Companies for obtaining sanction to the Scheme of Amalgamation under Section 391 and 394 of The Companies Act, 1956. Variety Holdings Private Limited is transferor Company no. 1 and Variety Forge Private Limited is transferor Company no. 2. A Scheme of Amalgamation is proposed to effect a transfer to the transferee Company Variety (Agents) Private Limited. The Petitioners have complied with all the statutory requirements. It is seen from the record that the Scheme has been approved by all the Shareholders and creditors.

2) Notice of petition was also given to the Regional Director who after having obtained report from the Registrar of Companies and examining the Scheme has filed his Affidavit stating that Scheme is not prejudicial to the interest of creditors, shareholders and public. Similarly the Official Liquidator in his report dated 28/7/2006 has stated that the affairs of the transferor companies have not been conducted in a manner prejudicial to the interest of its members or to

public interest.

3) Therefore taking into consideration, the proposed scheme and the fact of the statutory requirements have complied with, the Court allows the petitions in terms of Prayer Clauses (a) to (j) in three Company Petitions.

4) The Petitioners should pay Rs.2,500/- each to the Official Liquidator and the Regional Director. All authorities are directed to act as per authenticated copy by Company Registrar of the Court.

5) Petitions stand disposed of accordingly.

(R.S. MOHITE, J.)